

SIMPSON THACHER & BARTLETT LLP

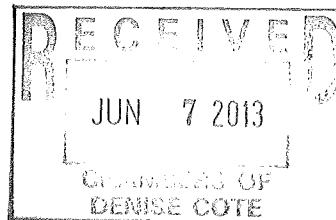
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MEMO ENDORSED



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BY EMAIL AND BY HAND

June 6, 2013

Re: *The Insurance Company of the State of Pennsylvania v. Argonaut Insurance Company (1:12-CV-06494)*

Honorable Denise L. Cote
United States District Court
Southern District of New York
500 Pearl Street, Room 1610
New York, New York 10007

Dear Judge Cote:

We are counsel to Plaintiff The Insurance Company of the State of Pennsylvania ("ICSOP") in the above-referenced action and write jointly on behalf of ICSOP and Defendant Argonaut Insurance Company ("Argonaut"). As Your Honor directed during our telephone conference on May 30, 2013, we enclose on behalf of both parties revisions to the proposed redactions of our respective briefings for summary judgment. The revisions conform to Your Honor's comments with respect to the illustrative examples discussed during the call for the purpose of minimizing the amount of material required to be filed under seal.

As with the original proposed redactions, information highlighted in yellow is information the parties seek to redact because it contains internal reserve information regarding the claims at issue, information highlighted in blue is information the parties seek to redact because it reflects privileged communications between ICSOP and its coverage counsel in the underlying California action, and information highlighted in orange is information the parties seek to redact because it reflects confidential settlement agreements with non-parties to this action. In accordance with Your Honor's Individual Practice Rule 4.A, we submit to the Court with the hard copy of this letter one full set of these documents in highlighted form and one partial, loose-leaf set of solely those pages from which the parties seek to redact material.

*Approved -
Denise Cote
June 7, 2013*

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We appreciate the Court's attention to this matter.

Respectfully submitted,



Andrew S. Amer

Enclosures

cc: Sean Keely, Esq.